



July 2, 2003

Mayor Seng and City Council  
City of Lincoln  
City County Building  
Lincoln, NE

Mayor Seng and Members of the City Council:

An investigation has been made regarding the application of Carlos O'Kelly's Inc, d.b.a. Carlos O'Kelly's Mexican Cafe, 3130 Pine Lake Road requesting a class I liquor license.

Carlos O'Kelly's has requested that Jeromey Balaun be approved as the manager of the liquor license.

Background information on the applicants is as follows:

Jeromey Balaun was born in Salina, Kansas. He attended Chaparral High School, Las Vegas, Nevada graduating in 1991. Jeromey Balaun has been employed by Carlos O'Kelly's since 1994.

If this application is approved, it should be with the understanding that it conforms to all the rules and regulations of Lincoln, Lancaster County and the State of Nebraska.

A handwritten signature in black ink, appearing to read "Tom Casady", is written over a horizontal line.

THOMAS K. CASADY, Chief of Police



Police Department  
575 South 10th Street / Lincoln, Nebraska 68508 / Phone: 402-441-7204 / Fax: 402-441-8492 / Website: [www.ci.lincoln.ne.us](http://www.ci.lincoln.ne.us)

A nationally accredited law enforcement agency



Liquor License Investigation

Business (DBA) CARLO'S O'Kelly's

Manager Owner Other \_\_\_\_\_

Name: JEROMEY BALAN

US Citizen ? (Yes) No

Has applicant ever been cited for liquor law violations ? (No) Yes  
Explain \_\_\_\_\_

Does applicant have an interest in another liquor license ? (No) Yes  
Explain \_\_\_\_\_

Is spouse qualified to hold a license ? (Yes) No N/A

How is applicant if not an owner to be paid ? (Salary) Hourly

How many hours will applicant be at the establishment ? 50

Any other employment ? (No) Yes, explain \_\_\_\_\_

Any previous experience with a liquor license ? (Yes) No

Any criminal convictions ? (Yes) No  
Comments BAD CHECK 1994 Fines & Probation

Is applicant a property owner in Lincoln ? Yes (No)

Is applicant involved in any civil litigation ? (No) Yes

Comments \_\_\_\_\_

(+) Photo (+) Records Check (+) References

Comments \_\_\_\_\_

Interview Date 7 / 2 / 03

# STATE OF NEBRASKA



Mike Johanns  
Governor

June 25, 2003

Office of the City Clerk  
555 So 10<sup>th</sup> St, Suite #103  
Lincoln NE 68508

Dear Local Governing Body:

Attached is the form to be used on all retail liquor license applications. Local clerks must collect proper license fees and occupation tax per ordinance, if any, before delivering the license at time of issuance.

TWO KEY TIME FRAMES TO KEEP IN MIND ARE:

- 1) You have 45 days to conduct a hearing after the date of receipt of the notice from this Commission (§53-134). You may choose **NOT** to make a recommendation of approval or denial to our Commission.

PER §53-133, THE LIQUOR CONTROL COMMISSION SHALL SET FOR HEARING ANY APPLICATION WHEREIN:

- 1) There is a recommendation of denial from the local governing body.
- 2) A citizens protest; or
- 3) Statutory problems that the Commission discovers.

PLEASE NOTE...A LICENSEE MUST BE "PROPERLY" LICENSED IN ORDER TO PURCHASE FROM WHOLESALERS; AND, A LICENSE IS EFFECTIVE:

- 1) Upon payment of the license fees;
- 2) Physical possession of the license;
- 3) Effective date on the license.

Sincerely,

NEBRASKA LIQUOR CONTROL COMMISSION

Mary Messman  
Licensing Division

Enclosures

Rhonda R. Flower  
Commissioner

Bob Logsdon  
Chairman

R.L. (Dick) Coyne  
Commissioner

An Equal Opportunity/Affirmative Action Employer

Printed with soy ink on recycled paper

FORM 35-4001  
REV. 12/99

NEBRASKA LIQUOR CONTROL COMMISSION  
Forrest D. Chapman  
Executive Director  
301 Centennial Mall South, 5th Floor  
P.O. Box 95046  
Lincoln, Nebraska 68509-5046  
Phone (402) 471-2571  
Fax (402) 471-2814  
TRS USER 800 833-7352 (TTY)  
web address: <http://www.nol.org/home/NLCC/>

A3-072396  
178

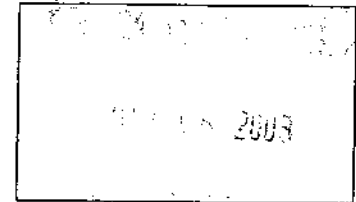
Carlos O'Kellip Inc  
dba Carlos O'Kellip Mexican  
CAFE  
Class I 3130 Pine Lake Rd  
68516

FILED  
CITY CLERK'S OFFICE  
03 JUN 26 PM 3 09  
CITY OF LINCOLN  
NEBRASKA

**APPLICATION FOR LICENSE**

Nebraska Liquor Control Commission  
PO Box 95046,  
301 Centennial Mall South  
Lincoln, NE 68509-5046

*City New*  
<http://www.nol.org/home/NLCC/>  
Phone: (402) 471-2571  
Fax: (402) 471-2814



**INSTRUCTIONS:** Include: 1. Applicable fees payable to Liquor Control Commission 2. Copy of birth certificate or naturalization papers proving U.S. citizenship for each individual and spouse named on application (not required of corporations or spouse(s) who file an affidavit of no interest with application, Commission form 4178 3. Corporations must include copy of articles of incorporation as filed with the Secretary of States office in the state of Nebraska 4. Commission checklist, form 4251 5. Fingerprint cards and processing fees (are required of individuals, all partners and spouses. Corporate applicants must file for CEO/Manager & stockholders holding over 25% stock 6. All applications must be typewritten or printed clearly 7. Submit in **Triplicate** 8. Required areas marked by a red asterisk (\*)

**CLASS OF LICENSE FOR WHICH APPLICATION IS MADE AND LIST OF FEES****60053**

Class of License (Check applicable class) *	Registration Fee	License Fees	Corporate Surety Bond *send copy
<input type="checkbox"/> <b>A</b> Beer, On Sale Only - Inside Corporate Limits	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>F</b> Beer, On Sale Only - Outside Corporate Limits	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>B</b> Beer, Off Sale Only - Inside/Outside Corporate Limits	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>J</b> Wine, Beer, On Sale Only - Inside Corporate Limits	\$45.00	Collected at Local Level	exempt
<input checked="" type="checkbox"/> <b>I</b> Spirits, Wine, Beer, On Sale Only - Inside Corporate Limits	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>D</b> Spirits, Wine, Beer, Off Sale Only - Inside Corporate Limits	\$45.00	\$150.00	exempt
<input type="checkbox"/> <b>D1</b> Spirits, Wine, Beer, Off Sale Only - within extraterritorial zoning jurisdiction	\$45.00	\$150.00	exempt
<input type="checkbox"/> <b>C</b> Spirits, Wine, Beer On & Off Sale - Inside Corporate Limits	\$45.00	Collected at Local Level	exempt
<input checked="" type="checkbox"/> <b>M</b> Bottle Club (Spirits, Wine, Beer, On Sale)	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>H</b> Nonprofit Corporation	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>K</b> Wine Only, Off Sale	\$45.00	Collected at Local Level	exempt
<input type="checkbox"/> <b>O</b> Boat	\$45.00	\$50.00	exempt
<input type="checkbox"/> <b>V</b> Manufacturer of Beer, Wine & Distilled Spirits	\$45.00	Varies \$100 to \$1,000	*\$10,000 min.
<input type="checkbox"/> <b>X</b> Wholesale Liquor	\$45.00	\$500.00	*\$ 5,000 min.
<input type="checkbox"/> <b>W</b> Wholesale Beer	\$45.00	\$250.00	*\$ 5,000 min.
<input type="checkbox"/> <b>Y</b> Farm Winery	\$45.00	\$250.00	*\$ 1,000 min.
<input type="checkbox"/> <b>L</b> Craft Brewery (Brew Pub)	\$45.00	\$250.00	*\$ 1,000 min.

<http://www.nol.org/home/NLCC/35-4010.html>

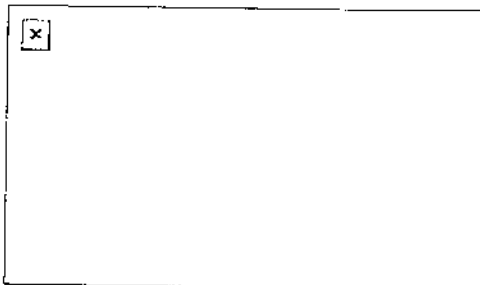
*di #45  
ck 2905*  
6/17/2003

TYPE OF APPLICATION *	NAME OF PERSON ASSISTING WITH APPLICATION	
Type of application being applied for (check appropriate box)		
1. <input type="radio"/> Individual License requires Form 1 to be attached.	Name _____	
2. <input type="radio"/> Partnership License requires Form 2 to be attached.	Firm Name _____	Address _____
3. <input checked="" type="radio"/> Corporate License requires Forms 3 and Manager Application to be attached		

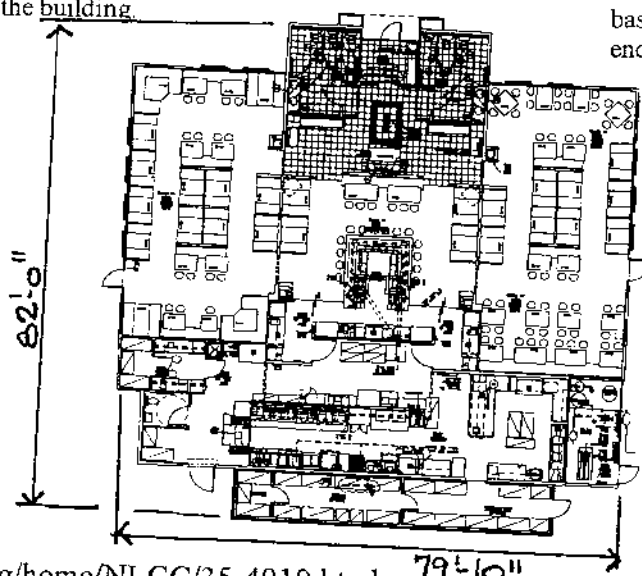
SECTION A – LOCATION INFORMATION – Must be completed by all applicants			
Trade Name (name of business) <u>Carlos O'Kelly's Mexican Cafe</u>		Telephone Number at premise to be licensed <u>402-423-2033</u>	
1) Street Address of Proposed licensed premise <u>3130 Pine Lake Road</u>		2) Mailing Address for receipt of Liquor Control Commission mailings <u>1877 N. Rock Rd.</u>	
City <u>Lincoln</u>	County <u>Lancaster</u>	City <u>Wichita</u>	County <u>Sedgewick</u>
Zip Code <u>68516</u>	Is this located inside the city limits? <input checked="" type="radio"/> Yes <input type="radio"/> No	Zip Code <u>67206</u>	

### DESCRIPTION AND DIAGRAM OF THE STRUCTURE TO BE LICENSED

In the space provided draw the area to be licensed. This should include storage areas, basement, sales areas and areas where consumption or sales of alcohol will take place. If only a portion of the building is to be covered by the license, you must still include dimensions (length x width) of the licensed area as well as the dimensions of the entire building in situations where only a portion of the entire bldg. is to be covered by the license. No blue prints will be accepted. Be sure to indicate the direction North and number of floors of the building.



Example: East portion approximately 50' x 100' of main floor of 3 story building plus basement. Approximately 30' x 50' at the East end.



↑  
N  
Entire bldg approx  
82' x 82'

SECTION B		OTHER INFORMATION REQUIRED *		Explanation/Comments Note: Only what is visible on screen will be printed
	Yes	No		
<p>* 1. <b>READ CAREFULLY.</b> Answer completely and accurately.</p> <p>Has anyone who is a party to this application, or their spouse, <u>ever</u> been convicted of or plead guilty to any criminal charge. Criminal charge means any charge alleging a felony or misdemeanor violation of a federal or state law; or a violation of a local law, ordinance or resolution. Include any DWIs or DUIs. List the nature of the charge, where the charge occurred and the year and month of the conviction or plea. Also list any charges pending at the time of this application. If more than one party, please list charges by each individual's name.</p>	Yes <input type="radio"/>	No <input checked="" type="radio"/>		
<p>* 2. Are you buying the business and/or assets of a licensee? If yes, submit a copy of the sales agreement with a listing of assets being acquired including liquor inventory (name brand and container size required).</p>	Yes <input type="radio"/>	No <input checked="" type="radio"/>		
<p>* 3. Are you filing a temporary agency agreement, Commission form 4231, whereby current licensee allows you to operate on their license? If yes, attach copy.</p>	Yes <input type="radio"/>	No <input checked="" type="radio"/>		
<p>* 4. Are you borrowing any money from any source to establish and/or operate the business? If yes, list the lender.</p>	Yes <input type="radio"/>	No <input checked="" type="radio"/>		
<p>* 5. Will any person or entity other than licensee be entitled to a share of the profits of the establishment? If yes, explain.</p>	Yes <input type="radio"/>	No <input checked="" type="radio"/>		

<p>* 6. Will any of the furniture, fixtures and equipment to be used in this business be owned by others? If yes, list such items and the owner.</p>	<p>Yes <input type="radio"/></p>	<p>No <input checked="" type="radio"/></p>	
<p>* 7. Will any person(s) other than named in this application have any direct or indirect ownership or control of the business? If yes, explain?</p>	<p>Yes <input type="radio"/></p>	<p>No <input checked="" type="radio"/></p>	
<p>* 8. Are the premises to be licensed within 150 ft. of a church, school, hospital, home for the aged or indigent persons or for veterans, their wives, children, or within 300 ft. of a college or university campus? If yes, list the name of such institution and where it is located in relation to the premises. Per Sec. §53-177.</p>	<p>Yes <input type="radio"/></p>	<p>No <input checked="" type="radio"/></p>	
<p>* 9. Is anyone listed on this application a law enforcement officer? If yes, list the person, the law enforcement agency involved and the persons exact duties.</p>	<p>Yes <input type="radio"/></p>	<p>No <input checked="" type="radio"/></p>	
<p>10. List the primary bank and/or financial institution (branch if applicable) to be utilized by the business and the person(s) who will be authorized to write checks and/or make withdrawals on accounts at such institutions.</p>	<p>Union Bank &amp; Trust P.O. Box 82535 Lincoln, NE 68501  Paul Schwarz David Rolph</p>		
<p>11. List all past and present liquor licenses held by any person named in this application. Include license holder name, location of license and license number. Also list reasons for termination of any licenses previously held.</p>	<p>See attached</p>		
<p>12. List the person who will be the on site supervisor of the business and the estimated number of hours per week such person or manager will be on the premises supervising operations.</p>	<p>Jeromey Baloun  50 - 60 hrs. per week</p>		

13. List the training and experience of the person listed in #12 above in connection with selling and/or serving alcohol products.	8 1/2 years with Carlos O'Kelly's 5 years in management		
14. If the property for which this license is sought is owned, submit a copy of the deed, or proof of ownership, if leased submit a copy of the lease covering the entire license year. (Documents must show title or lease held interest in name of applicant as owner or lessee in the individual(s) or corporate name for which the application is being filed)	SEE ATTACHED LEASE 1-1-18		
15. When do you intend to open for business?	July 21, 2002		
16. List the principal residence for the past 10 years for all persons required to sign application. If necessary attach a separate sheet.			
NAME	FROM (YEAR)	TO (YEAR)	RESIDENCE (CITY, STATE)
David K. Rolph	1990	present	Wichita, KS
Darrel L. Rolph	2001	present	Punta Gorda, FL
Darrel L. Rolph	1970	2001	Wichita, KS



The undersigned applicant(s) hereby consent(s) to a background investigation and release of present & future records of every kind and description including police records, tax records (State and Federal), bank or lending institution records, and said applicant(s) and spouse(s) waive(s) any right or causes of action that said applicant(s) or spouse(s) may have against the Nebraska Liquor Control Commission, the Nebraska State Patrol, and any other individual disclosing or releasing said information. Any documents or records for the proposed business or for any partner or stockholder that are needed in furtherance of the application investigation or any other investigation shall be supplied immediately upon demand to the Nebraska Liquor Control Commission or the Nebraska State Patrol. The undersigned understand and acknowledge that any license issued, based on the information submitted in this application, is subject to cancellation if the information contained herein is incomplete and/or inaccurate.

Individual applicants agree to supervise in person the management and operation of the business and that they will operate the business authorized by the license for themselves and not as an agent for any other person or entity. Corporate applicants agree the approved manager will superintend in person the management and operation of the business. Partnership applicants agree one partner shall superintend the management and operation of the business. All applicants agree to operate the licensed business within all applicable laws, rules, regulations, and ordinances and to cooperate fully with any authorized agent of the Nebraska Liquor Control Commission.

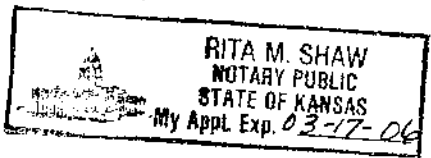
Must be signed in the presence of a notary public. Must be signed by applicant and spouse; if a partnership, all partners and spouses must sign and corporation, all stockholders (holding more than 25% of the stock), officers, directors and spouses must sign. Full names only, initials not acceptable.

SP

Sign here David K. Rolph  
David K. Rolph  
Sign here Darrel L. Rolph  
Darrel L. Rolph  
Sign here Paul E. Schwarz  
Paul E. Schwarz  
Sign here \_\_\_\_\_

Sign here Barbara K. Rolph  
Barbara Rolph  
Sign here Diane C. Rolph  
Diane C. Rolph  
Sign here Mary J. Schwarz  
Mary J. Schwarz  
Sign here \_\_\_\_\_

Subscribed in my presence and sworn to before me this 17 day of June, 2003



(SEAL)

*[Faint circular stamp]*

JUN 17 2003

In compliance with ADA, this application for license form is available in other formats for persons with disabilities. A ten day advance period is requested in writing to produce the alternative format.

Sign here Rita M. Shaw  
Notary Public Signature

Verify & Print form

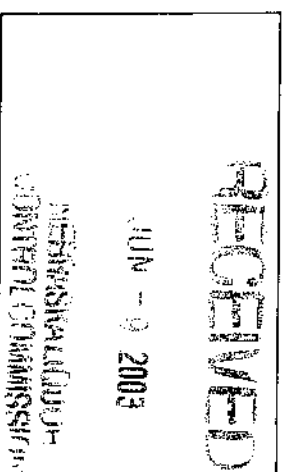
FORM 35-4010  
1  
REV 1/01

# Corporation/LLC Application for License - Form 3

Nebraska Liquor Control Commission

## INSTRUCTIONS:

- 1) Application and application for manager must be typewritten and submitted in triplicate
- 2) Fingerprint cards (2 cards per person) must be submitted for: a) each stockholder owning over 25% of the stock, b) chief executive officer, c) proposed manager and d) all spouses
- 3) Information regarding spouses must be completed



Name of Corporation That Will Hold License		Attach copy of Articles of Incorporation		Total Number of Shares (if corporation)	
Carlos O'Kelly's, Inc.				30,000	
Corporate Street Address (1)		Mailing address for receipt of Liquor Control Commission Mailings		Corporate Telephone Number	
1877 N. Rock Road		1877 N. Rock Road		316-683-2611	
City	County	State	Zip Code		
Wichita	Sedgwick	KS	67206		
Name of Registered Agent		Name of Proposed Manager			
Russ Liggett		Jeromey Balaun			
IN THIS SECTION LIST THE NAME OF THE CHIEF EXECUTIVE OFFICER					
Name	Title	Date of Birth	Social Security Number		
David K. Rolph	President				
Home Address (1)		State			
8939 Boxthorn Ct.		KS			
City	State	Zip Code	Home Telephone Number		
Wichita	KS	67226	316-683-2611		

**Corporation/LLC Application for License - Form 3**  
Nebraska Liquor Control Commission

Is this Corporation/LLC controlled by another Corporation? ☐ YES ☒ NO

Name of Control Corporation

IF YES, LIST EACH STOCKHOLDER/MEMBER OWNING MORE THAN 25% stock/interest in that corporation/LLC. Any applicant who has a Corporation as a shareholder MUST file an organizational chart listing all shareholders and/or corporations owning more than 25% stock and listing of the percentage of stock owned

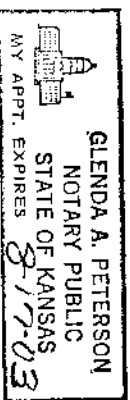
Please indicate below your corporate tax year with the IRS

Starting Date: 1/01 Ending Date: 12/31/

STATE OF Kansas

Seelyville )  
County )  
ss. )

Glenda A. Peterson  
Notary Public Signature & Seal



In Compliance with ADA, this form is available in other formats for persons with disabilities.  
A ten day advance period is requested in writing to produce the alternate format

By Glenda A. Peterson  
PRESIDENT/MEMBER

Glenda A. Peterson  
SECRETARY/MEMBER

# Application for Corporate Manager

\*Must Be A Nebraska Resident\*

Please submit in Triplicate

Return to: Nebraska Liquor Control Commission, PO Box 95046  
301 Centennial Mall So., Lincoln NE 68509

Phone: (402) 471-2571

Fax: (402) 471-2814

Web address: <http://www.nol.org/home/NLCC/>

Required areas marked by a red asterisk ( \* )

## LIQUOR LICENSE INFORMATION

Name of Licensed Corporation

Carlos O Kelly's Inc \*

Class & License number

Class E \*

Trade Name of Licensed Premise

Carlos O' Kelly's Mexican Cafe \*

Street Address of Licensed Premise

3130 Pine Lake Road \*

City

Lincoln \*

Zip Code

68516 \*

County

Lancaster

On behalf of the corporation, I designate this individual as corporate manager.

Signature of Corporate President/CEO:

*David K. O'Shea* President

## APPLICANT INFORMATION (MUST BE 21 OR OVER)

Full Name (Last, First, Middle, Maiden)

Balaun, Jeromey, Kendall \*

Sex \*

F

M

Social Security Number

1- \*

Date of Birth

\*

Place of Birth

Salina, Kansas \*

Home Street Address

14200 N 25th St \*

City

Lincoln \*

County

Lancaster \*

State

NE \*

Zip Code

68521 \*

Home Telephone Number

(402) 435-7338 \*

Business Telephone Number

(402) 423-2033

Drivers License Number

NE

Are You Married? \*

Yes

☒

No

☒

If Yes, You must complete the following:

## SPOUSE'S INFORMATION

Full Name (Last, First, Middle, Maiden)

Baloun, Vicki, Marie

Social Security Number

Drivers License Number

State

NE

Date of Birth

Place of Birth

Emporia, Kansas

**\* 1. READ CAREFULLY.** Answer completely and accurately.

Has anyone who is a party to this application, or their spouse, ever been convicted of or plead guilty to any criminal charge. Criminal charge means any charge alleging a felony or misdemeanor violation of a federal or state law; or a violation of a local law, ordinance or resolution. List the nature of the charge, where the charge occurred and the year and month of the conviction or plea. Also list any charges pending at the time of this application. If more than one party, please list charges by each individual's name.

Yes

No

☒☐

Teraney Baloun - Bad check charge - a  
misdemeanor charge in Saline County, Kansas  
July of 1994

**\* 2. Have you or your spouse ever made application for any liquor license or manager for any liquor license? IF YES, for what premise give license number and date.**

Yes

No

☐☒**\* 3. Have you or your spouse ever made a compromise settlement for violation of such laws?**

Yes

No

☐☒**\* 4. Do you, as a manager, have all the qualifications required by any person entitled to hold a Nebraska Liquor License?**

Nebraska Liquor Control Act (§53-131.01)

Yes

No

☒☐**\* 5. Have you filed fingerprint cards and PROPER FEES (if check, make out to the NE State Patrol), with this application?**

Yes

No

☒☐

**RESIDENCES FOR THE PAST 10 YEARS, APPLICANT AND SPOUSE MUST COMPLETE**

		Year	
		From	To
Applicant: City & State			
Jerome Balaban, Seline, Kansas		1993	1998
Spouse: City & State			
Seline, Kansas		1993	1998

		Year	
		From	To
Applicant: City & State			
Lincoln, Nebraska		1998	2000
Spouse: City & State			
Lincoln, Nebraska		1998	2000

		Year	
		From	To
Applicant: City & State			
Grand Island, Nebraska		2000	2003
Spouse: City & State			
Grand Island, Nebraska		2000	2003

		Year	
		From	To
Applicant: City & State			
Lincoln, Nebraska		2003	2003
Spouse: City & State			
Lincoln, Nebraska		2003	2003

**EMPLOYERS - LIST LAST TWO EMPLOYERS**

Name of Employer	Year	
	From	To
Michael Todd Balaban	1990	1992
Name of Supervisor	Telephone Number	
Michael Todd Balaban	(602) 508-1570	

\_\_\_\_\_

Name of Employer	Year	
	From	To
B.J. Keetting Inc	1992	1994
Name of Supervisor	Telephone Number	
Richard Keetting	(785) 823-8580	

**PERSONAL OATH AND CONSENT OF INVESTIGATION - MUST BE SIGNED BY  
APPLICANT & SPOUSE**

STATE OF NEBRASKA )  
 ) SS  
COUNTY OF )

The above individual(s), being first duly sworn upon oath, deposes and states that the undersigned is the applicant and/or spouse of applicant who makes the above and foregoing application, that said application has been read and that the contents thereof and all statements contained therein are true. If any false statement is made in any part of this application, the applicant(s) shall be deemed guilty of perjury and subject to penalties provided by law. (Sec. §53-131.01) Nebraska Liquor Control Act.

The undersigned applicant hereby consents to an investigation of his/her background including all records of every kind and description including police records, tax records (State and Federal), and bank or lending institution records, and said applicant and spouse waive any rights or causes of action that said applicant or spouse may have against the Nebraska Liquor Control Commission and any other individual disclosing or releasing said information to the Nebraska Liquor Control Commission. If spouse has NO interest directly or indirectly, an affidavit may be filed.

The undersigned understand and acknowledge that any license issued, based on the information submitted in this application, is subject to cancellation if the information contained herein is incomplete and inaccurate.

  
Signature of Applicant

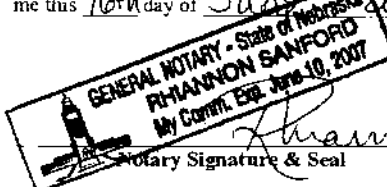
John F. L. Allen  
Signature of Spouse

Subscribed in my presence and sworn to before  
me this 10th day of June 2003

Subscribed in my presence and sworn to before  
me this 10th day of June 1883



**Notary Signature & Seal**



Notary Signature &amp; Seal

### Verify and Print

**NEBRASKA LIQUOR CONTROL COMMISSION  
AFFIDAVIT OF NON PARTICIPATION**

The undersigned individual acknowledges that he/she will have no interest, directly or indirectly, in the operation or profit of the business, as prescribed in Section §53.125(13) of the Liquor Control Act. Such individual shall not tend bar, make sales, serve patrons, stock shelves, write checks, sign invoices, represent themselves as owner or in any way participate in the day to day operations in any capacity. Undersigned will also be waived of filing fingerprint cards, however, has disclosed any violation(s) on the application.

Barbara K. Rolph  
Signature of Spouse

SUBSCRIBED in my presence and sworn to before me this 17 day of June, A.D. 2003



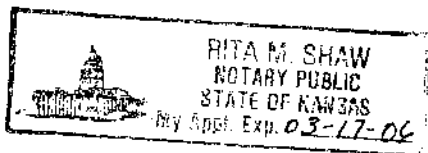
Rita M. Shaw  
Signature of Notary Public

The licensee/applicant understands that he/she is responsible for compliance with the conditions set out above, and that if such terms are violated, the Commission may cancel or revoke the license.

David K Rolph  
Signature of Licensee/Applicant

David K Rolph  
Print Name of Licensee/Applicant

SUBSCRIBED in my presence and sworn to before me this 17 day of June, A.D., 2003



Rita M. Shaw  
Signature of Notary Public

FORM 35-4178  
REV 2/01



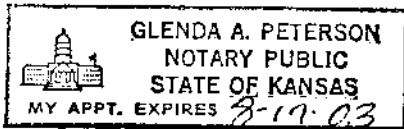
NEBRASKA LIQUOR CONTROL COMMISSION  
AFFIDAVIT OF NON PARTICIPATION

June 17, 2003

The undersigned individual acknowledges that he/she will have no interest, directly or indirectly, in the operation or profit of the business, as prescribed in Section §53.125(13) of the Liquor Control Act. Such individual shall not tend bar, make sales, serve patrons, stock shelves, write checks, sign invoices, represent themselves as owner or in any way participate in the day to day operations in any capacity. Undersigned will also be waived of filing fingerprint cards, however, has disclosed any violation(s) on the application.

*Diane C. Rolph*  
Signature of Spouse

SUBSCRIBED in my presence and sworn to before me this 17th day of June, A.D., 2003



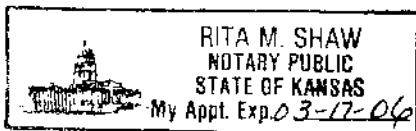
*Glenda A. Peterson*  
Signature of Notary Public

The licensee/applicant understands that he/she is responsible for compliance with the conditions set out above, and that if such terms are violated, the Commission may cancel or revoke the license.

*David K. Rolph*  
Signature of Licensee/Applicant

David K. Rolph  
Print Name of Licensee/Applicant

SUBSCRIBED in my presence and sworn to before me this 17 day of June, A.D., 2003



*Rita M. Shaw*  
Signature of Notary Public

FORM 35-4178  
REV 2/01

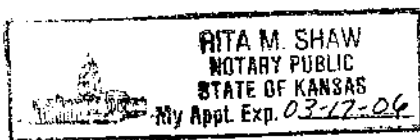
**NEBRASKA LIQUOR CONTROL COMMISSION  
AFFIDAVIT OF NON PARTICIPATION**

JUN 17 2003

The undersigned individual acknowledges that he/she will have no interest, directly or indirectly, in the operation or profit of the business, as prescribed in Section §53.125(13) of the Liquor Control Act. Such individual shall not tend bar, make sales, serve patrons, stock shelves, write checks, sign invoices, represent themselves as owner or in any way participate in the day to day operations in any capacity. Undersigned will also be waived of filing fingerprint cards, however, has disclosed any violation(s) on the application.

Mary J. Schwarz  
Signature of Spouse

SUBSCRIBED in my presence and sworn to before me this 17 day of June, A.D. 2003.



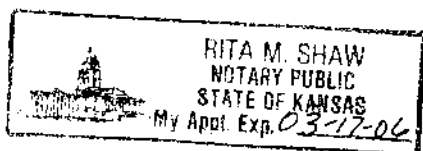
Rita M. Shaw  
Signature of Notary Public

The licensee/applicant understands that he/she is responsible for compliance with the conditions set out above, and that if such terms are violated, the Commission may cancel or revoke the license.

David K. Rolph  
Signature of Licensee/Applicant

David K. Rolph  
Print Name of Licensee/Applicant

SUBSCRIBED in my presence and sworn to before me this 17 day of June, A.D., 2003



Rita M. Shaw  
Signature of Notary Public

FORM 35-4178  
REV 2/01

# 11

**Carlos O'Kelly's Locations**

Carlos O'Kelly's of Marion, Inc.  
3320 Armar Drive  
Marion, IA 52402

Carlos O'Kelly's of Iowa City, Inc.  
1411 S. Waterfront  
Iowa City, IA 52240

Carlos O'Kelly's of Topeka, Inc.  
3425 S. Kansas Ave.  
Topeka, KS 55511

Carlos O'Kelly's of Fairfax, Inc.  
9959 Main St.  
Fairfax, VA 22031

Carlos O'Kelly's of Fredericksburg, Inc.  
2306 Plank Road  
Fredericksburg, VA 22401

Carlos O'Kelly's of Wichita, Inc.  
7500 E. Kellogg  
Wichita, KS 67207

Carlos O'Kelly's of Decatur, Inc.  
2930 N. Main St.  
Decatur, IL 62526

Carlos O'Kelly's of Manhattan, Inc.  
Manhattan Town Center #330  
Manhattan, KS 66502

Carlos O'Kelly's of Stafford, Inc.  
2860 Jefferson Davis Hwy.  
Stafford, VA 22554

Carlos O'Kelly's of Cascade, Inc.  
4977 28<sup>th</sup> St. SE  
Grand Rapids, MI 49512

Carlos O'Kelly's of ICT, Inc.  
527 S. Ridge Road  
Wichita, KS 67209

Carlos O'Kelly's of Salina, Inc.  
2259 S. Ninth  
Salina, KS 67401

**Carlos O'Kelly's, Inc.**

549 E. Coliseum Blvd.  
Ft. Wayne, IN 46805

707 W. 23<sup>rd</sup>  
Lawrence, KS 66046

2144 W. Hwy 50  
Emporia, KS 66801

130 Ludwig Drive  
Fairview Heights, IL 62208

909 E. 30<sup>th</sup> Street  
Hutchinson, KS 67502

321 N. Roosevelt  
Burlington, IA 52601

4718 East Towne Blvd.  
Madison, WI 53704

2105 Veterans Parkway  
Bloomington, IL 61704

4455 N. 27<sup>th</sup> St.  
Lincoln, NE 68521

1790 Hamilton Blvd.  
Sioux City, IA 51103

1331 Fiammang Drive  
Waterloo, IA 50702

714 West Lake  
Peoria, IL 61614

3709 West 41<sup>st</sup> St.  
Sioux Falls, SD 57106

1810 Diers Ave.  
Grand Island, NE 68803

4100 S. Campbell  
Springfield, MO 65807

119 Third Avenue  
Kearney, NE 68847

3831 41<sup>st</sup> Ave. Drive  
Moline, IL 61265

1355 Associates Drive  
Dubuque, IA 52002

STATE OF

NEBRASKA  
RECEIVED

DEC 11 2002

NEBRASKA SUCCESSION  
CONTROL COMMISSION

United States of America, }  
State of Nebraska } ss.

Department of State  
Lincoln, Nebraska



I, Scott Moore, Secretary of State of the State of Nebraska do hereby  
certify;

The attached is a true and correct copy of the Certificate of Authority  
to transact business in the State of Nebraska for

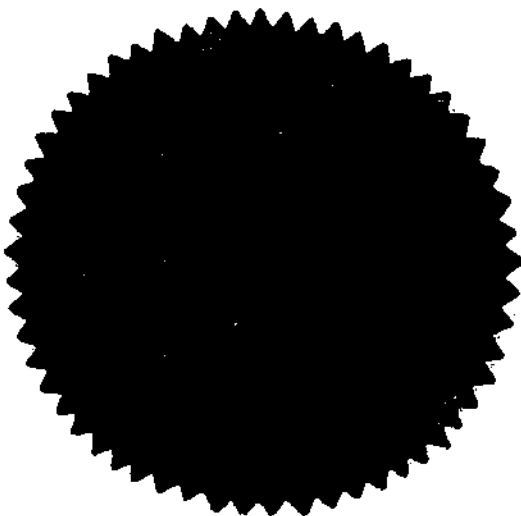
**CARLOS O'KELLY'S, INC.**

a Kansas corporation, as filed and recorded in this office on  
October 17, 1995.

I further certify that said corporation is hereby authorized to transact  
business in the State of Nebraska as a foreign corporation.

In Testimony Whereof,

I have hereunto set my hand and  
affixed the Great Seal of the State  
of Nebraska on October 17  
in the year of our Lord, one thousand  
nine hundred and ninety-five.



*Scott Moore*  
SECRETARY OF STATE

451308